

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

YOUFIT HEALTH CLUBS, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 20-12841 (MFW)

(Jointly Administered)

Re: Docket No. 83

**SUPPLEMENTAL DECLARATION OF NANCY A. PETERMAN IN
SUPPORT OF APPLICATION OF THE DEBTORS FOR ENTRY OF AN
ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF
GREENBERG TRAURIG, LLP AS COUNSEL FOR THE DEBTORS AND
DEBTORS-IN-POSSESSION, *NUNC PRO TUNC* TO THE PETITION DATE**

I, Nancy A. Peterman, hereby declare, under penalty of perjury, as follows:

1. I am a shareholder at the law firm of Greenberg Traurig, LLP (“**Greenberg Traurig**”) and am resident located at 77 West Wacker Drive, Suite 3100, Chicago, Illinois 60601.

2. I am admitted in, practicing in, and a member in good standing of the bar of the State of Illinois. I also am a member in good standing of the bars of the State of New York and the United States District Court for the Northern District of Illinois. Except as otherwise noted, I have personal knowledge of the matters set forth herein.²

3. I submit this supplemental declaration (the “**Supplemental Declaration**”) on behalf of Greenberg Traurig in support of the *Application of the Debtors for Entry of an Order Authorizing Retention and Employment of Greenberg Traurig, LLP as Counsel for the Debtors*

¹ The last four digits of YouFit Health Clubs, LLC’s tax identification number are 6607. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at www.donlinrecano.com/yfhc. The mailing address for the debtor entities for purposes of these chapter 11 cases is: 1350 E. Newport Center Dr., Suite 110, Deerfield Beach, FL 33442.

² Certain of the disclosures herein relate to matters within the knowledge of other attorneys at Greenberg Traurig.

and Debtors in Possession, Nunc Pro Tunc as of the Petition Date [Docket No. 83] (the “**Application**”) filed by the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) on November 13, 2020 following the filing of the Debtors’ petitions under chapter 11 of title 11 of the United States Code on November 9, 2020.

4. I submitted a declaration in support of the Application (the “**Original Declaration**”), which was attached as Exhibit B to the Application.

5. The Court has not yet entered an order regarding the Application. I submit this Supplemental Declaration in further support of the Application and to supplement the disclosures that were included in the Original Declaration. This Supplemental Declaration does not replace anything set forth in the Application or the Original Declaration, except as expressly set forth herein.

6. In connection with the preparation of the Application and the Original Declaration, I caused to be submitted for review by our conflicts system, as more fully described in the Original Declaration, the names of all known potential parties in interest (the “**Potential Parties in Interest**”) in these chapter 11 cases. The list of Potential Parties in Interest searched was attached as Attachment 1 to the Original Declaration.

7. Greenberg Traurig’s inquiry, as more fully described in the Original Declaration, revealed that certain of the Potentially Interested Parties are current or former (within the last three (3) years) clients of Greenberg Traurig and a list of such parties (the “**Original Client Match List**”) was attached as Attachment 2 to the Original Declaration. Through the information generated from the above-mentioned computer inquiry, and through follow-up inquiries with Greenberg Traurig attorneys responsible for certain clients listed on the Original Client Match List, to the extent necessary, Greenberg Traurig determined that its representation of those clients on

the Original Client Match List concerns matters unrelated to the Debtors and these chapter 11 cases.

8. Although not included in the list of Potential Parties in Interest, Greenberg Traurig also evaluated whether any professional of Greenberg Traurig who will work on this engagement is related or connected to any Bankruptcy Judge, staff or Clerk of the United States Bankruptcy Court for the District of Delaware or any employee in the Office of the United States Trustee for the District of Delaware. The specific list of additional parties reviewed is attached hereto as **Attachment 1** (the “**Additional Potential Parties in Interest**”).

9. In addition, as part of our ongoing conflicts check, we conducted an expanded inquiry into the affiliates of the governmental units included on the Potential Parties In Interest.

10. Based on the foregoing, a list of the results of the additional conflicts check is attached hereto as **Attachment 2** (the “**Supplemental Client Match List**”). Through the information generated from the additional conflicts check, Greenberg Traurig has determined that its representation of those additional clients on the Supplemental Client Match List concerns matters unrelated to the Debtors and these chapter 11 cases.

11. Based on the conflicts searches conducted to date and described in the Original Declaration and herein, to the best of my knowledge and insofar as I have been able to ascertain, (a) Greenberg Traurig is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code, as required by section 328(c) of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtors’ estates and (b) Greenberg Traurig has no connection to the Debtors, their creditors, or other parties-in-interest, except as may be disclosed in the Original Declaration and herein.

12. If Greenberg Traurig discovers additional information that requires disclosure, Greenberg Traurig promptly will file a supplemental disclosure with the Court as required by Bankruptcy Rule 2014.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Dated: December 3, 2020

/s/ Nancy A. Peterman

Nancy A. Peterman

Shareholder, Greenberg Traurig, LLP

ATTACHMENT 1

Additional Potential Parties in Interest

Bankruptcy Judges and Staff and Clerk of the Court of Delaware

Honorable Christopher S. Sontchi
Honorable Ashely M. Chan
Honorable John T. Dorsey
Honorable Karen B. Owens
Honorable Brendan L. Shannon
Honorable Laurie S. Silverstein
Honorable Mary F. Walrath
Cacia Batts
Rachel Bello
Claire Brady
Laurie Capp
Robert Cavello
Catherine Farrell
Danielle Gadson
Donna Grottini
Laura Haney
Lora Johnson
Marquetta Lopez
Janet Moore
Sherry Scaruzzi
Karen Strupczewski
Cheryl Szymanski
Jill Walker
Rachel Werkheiser
Una O'Boyle
T. Patrick Tinker

Lauren Attix
David Buchbinder
Linda Casey
Denis Cooke
Holly Dice
Shakima L. Dortch
Timothy J. Fox, Jr.
Diane Giordano
Christine Green
Benjamin Hackman
Nyanquoi Jones
Jane Leamy
Hannah M. McCollum
Joseph McMahon
James R. O'Malley
Michael Panacio
Linda Richenderfer
Juliet Sarkessian
Richard Schepacarter
Edith A. Serrano
Rosa Sierra
Karen Starr
David Villagrana
Ramona Vinson
Dion Wynn

ATTACHMENT 2**Additional Client Match List – Potentially Interested Parties (or Affiliated Entities) Who are Current Clients or Were Clients Within the Last Three Years**

Greenberg Traurig may currently represent or within the last three years may have represented the following Potentially Interested Parties or persons or entities that may be related to or affiliated with the Potentially Interested Parties. Other than as set forth in the Peterman Declaration, such representations were in matters unrelated to the Debtors and their chapter 11 cases.

Due to the similarity of names of certain entities, Greenberg Traurig has on the Client Match List certain parties-in-interest that may be current or former clients or affiliates of current or former clients. Greenberg Traurig may amend this Attachment to remove clients/client affiliates that it discovers are not related to parties-in-interest. However, out of an abundance of caution and in the interest of providing timely disclosures, Greenberg Traurig has listed these parties herein.

Name of Entity Searched	Brief Description of Relationship
Arizona Department of Revenue	Affiliate of Current Client
Broward County Water & Waste Water Service	Affiliate of Current Client
City of Boca Raton – Utilities	Affiliate of Current Client
City of Hollywood – Utilities	Affiliate of Current Client
City of Houston – ARA Alarm Administration	Affiliate of Current Client
City of Sunrise – Utilities	Affiliate of Current Client
City of Winter Park – Utilities	Affiliate of Current Client
Denver Water	Affiliate of Current Client
Doug Belden, Tax Collector (Hillsborough County)	Affiliate of Current Client
Florida Department of Revenue	Affiliate of Current Client
Fulton County Finance Department	Affiliate of Current Client
Georgia Department of Revenue	Affiliate of Current Client
Jefferson County Treasurer	Affiliate of Current Client
Ken Burton, Jr., Tax Collector (Manatee County)	Affiliate of Current Client
Miami-Dade Water & Sewer Department	Affiliate of Current Client
Orange County Tax Collector, Scott Randolph	Affiliate of Current Client
Palm Beach County	Affiliate of Current Client
Pennsylvania Department of Revenue	Affiliate of Current Client
Providence Water	Affiliate of Current Client
Rhode Island Department of Revenue	Affiliate of Current Client
Sarasota County Tax Collector	Affiliate of Current Client
Texas Department of Revenue	Affiliate of Current Client
Town of Davies False Alarm Reduction Program	Affiliate of Current Client